

Dulles SmartLink Conceptual PPTA Proposal
Transurban/Goldman Sachs/Fluor/VMS
October 2005

Proposal

1. Seeks 50 year term concession to assume toll collection, operations and maintenance of the Dulles Toll Road (DTR) facility. (Transurban letter to Mr. Kerley dated 11/4/05)
2. Estimated \$1.2b concession assuming programmed toll increase of \$0.25 in 2010. (Exec Summary page 2)
3. Converts existing HOV lanes to HOT lanes, introduces open road tolling and proposes enhancements to access/capacity, toll facilities and systems, signing, traveler information systems, ramps and interchanges. Links DTR HOT lanes with the regional Hot Lane network, including Capital Beltway and I395/I95. (Tab 2 page 4-8)
4. Construction of improvements at various locations to include DTR interchanges with Fairfax County Parkway, Reston Parkway, Capital Beltway, Route 28, Route 7, and at Tysons Corner within the first 12 years after award. (Tab 2 page 4-6)
5. Enhanced option offers estimated \$3b concession payment based upon moderate escalation of toll rates over time (Exec Summary page 2), An accelerated program of enhancements to be completed within first 4 years after award (Tab 2 page 2-26), and additional enhancement options provided to the state for inclusion in the concession for use at its discretion (Tab 2 page 8)

Team Structure and Approach (Tab 1 pages 1-2)

1. Dulles SmartLink's lead organizations are Transurban and Goldman Sachs & Co.
2. Transurban will sponsor equity and lead project development, operations, and management.
3. Goldman Sachs will be an equity sponsor and lead investment banking and debt placement.
4. Fluor will serve as program manager for design and construction activities.
5. Jacobs will be the "engineer of record" for project enhancements.
6. VMS will provide operations and maintenance services.
7. Parsons Transportation Group will provide the environmental services and Reed Smith will provide public relations services.

VDOT Responsibilities (Tab 2 page 15)

1. Lead the environmental and NEPA process as required by law with support from Dulles SmartLink.
2. Coordinate with MWAA for permission to use its right of way and invite them to be a cosponsor of the NEPA process.
3. Provide assistance with coordinating activities of local, state, and federal agencies and governments as needed.
4. Allow SmartLink to work as VDOT agent for utility issues and support any right of way acquisition requirements.
5. Provide public hearing and design review oversight to SmartLink.

Environmental Permitting and Approvals (Tab 2 pages 16-17)

1. If appropriate, will seek a Categorical Exclusion to streamline the environmental process.
2. Will undertake and fulfill the appropriate environmental study and requirements.
3. Will work under VDOT leadership to ensure effective permitting and approvals.

Proposer's Critical Factors for Success (Tab 2 page 20)

1. On time and on budget delivery of project enhancements.
2. Effective community outreach and customer services.
3. Partnership approach with VDOT, CTB, MWAA, local governments and local and state agencies for effective project implementation and enhance regional transportation strategies.

4. Detailed traffic modeling and planning to ensure optimum services for DTR and the region.
5. Approval and/or support from the public, CTB, local, state, regional, and federal agencies.
6. Performing a Traffic and Revenue Study and Existing Conditions Study.
7. Accurate and timely performance of responsibilities. Providing strong management team.
8. Consideration of the overall transportation network in NOVA, including seamless integration with other current PPTA projects (Capital Beltway and I395/I95).
9. Preservation of the environment.
10. Customer satisfaction.
11. High road operating standards

Financing (Includes Tab 3)

1. Possible concession value of \$1.5b or up to \$3b for the enhanced proposal. (page 3-1)
2. All revenues go to proposer until an agreed upon rate of return has been met. (page 3-5)
3. Concession payment of \$1.2b or up to \$2.6b to the state. (page 3-5)
4. Team equity in project of \$391m or up to \$782m. (page 3-5)
5. Proposal assumes the toll increase of \$0.25 in 2010 or in the enhanced proposal, toll escalation over time. (Page3-1)
6. Private bond or bank debt of \$1.2b or up to \$2.2b. (page 3-5 and 3-6)